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Division of Corporations
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MERGER OR SHARE EXCHANGE
Texas Shipping Inc.

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June 23, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

TEXAS SHIPPING INC.
8901 HAMMOCK LAKE CT.
CORAL GABLES, FL 33156

SUBJECT: TEXAS SHIPPING INC.
REF: P10000051565

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Regulatory Specialist II

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
OF
MORNING STAR MARINE LTD.
A British Virgin Islands company

WITH AND INTO
TEXAS SHIPPING INC.
a Florida corporation

Pursuant to the provisions of Section 607.1107 of the Florida Statutes, the undersigned hereby certify that:

FIRST: The name, street address of its principal office, jurisdiction and entity type for each merging party are as follows:

Morning Star Marine Ltd.
9 Columbus Centre, Pelican Drive
P.O. Box 805
Road Town, Tortola BVI
Florida Doc. No. None

British Virgin Islands

Limited Company
(corporation)

Texas Shipping Inc.
8901 Hammock Lake Ct.
Coral Gables, FL 33156
Florida Doc. No. P10000051565

Florida

Corporation

SECOND: The name, street address, jurisdiction and entity type of the surviving entity is:

Texas Shipping Inc.
8901 Hammock Lake Ct.
Coral Gables, FL 33156
Florida Doc. No. P10000051565

Florida

Corporation

THIRD: The attached plan of Merger meets the requirement of sections 607.1101, Florida Statutes, and was approved by the parties to the merger in accordance with Chapter 607, Florida Statutes.

FOURTH: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

FIFTH: The Plan of Merger was adopted by the sole shareholder of the each of the Constituent Corporations as of June 19, 2010.

IN WITNESS WHEREOF, these Articles of Merger have been executed on behalf of each of the parties hereto by their respective authorized representatives as of June 19, 2010.

MORNING STAR MARINE LTD., a
British Virgin Islands limited company

By: 

Name: JORGE L. FREELAND

Title: President

TEXAS SHIPPING INC., a Florida
corporation

By: 

Name: Allison FREELAND

Title: President

**PLAN OF MERGER
OF
MORNING STAR MARINE LTD.**

**AND
TEXAS SHIPPING INC.**

This Plan of Merger (this "Plan of Merger") is made by and between MORNING STAR MARINE LTD, a British Virgin Islands limited company ("Morning Star"), and TEXAS SHIPPING INC., a Florida corporation ("Texas Shipping" or the "Surviving Company").

RECITALS

WHEREAS, pursuant to this Plan of Merger, Morning Star shall be merged with and into Texas Shipping, with Texas Shipping surviving the merger as the Surviving Company (the "Merger"), and, incident to the Merger, each issued and outstanding share in Morning Star shall be converted into one-hundredth (.01) of one share of the common stock of the Surviving Company, as set forth in paragraph 4 below. Each of the parties hereto wishes to set forth in this Plan of Merger the terms and conditions of the Merger, the mode of carrying the Merger into effect and such other terms and conditions as may be required or desired and permitted. The Shareholder of Morning Star and Texas Shipping deems the Merger desirable and in the best interests of each company and its respective sole shareholder, and has, by consent in writing, adopted and approved the Merger.

NOW, THEREFORE, in consideration of the mutual covenants set forth in this Plan of Merger, the parties hereto hereby agree as follows:

1. On the Effective Date (as defined in paragraph 5), pursuant to the terms of this Plan of Merger, Morning Star shall be merged with and into Texas Shipping, which shall be the Surviving Company and the separate existence of Morning Star shall cease. Texas Shipping, as the Surviving Company, shall possess and retain every interest in all assets and properties of every description and wherever located of Morning Star. The rights, privileges, immunities, powers, franchises and authority, public as well as private, of Morning Star shall be vested in the Surviving Company without further act. All obligations due to Morning Star shall be vested in the Surviving Company without further act. The Surviving Company shall be liable for all of the obligations of Morning Star existing as of the Effective Date.

2. The Articles of Incorporation of the Surviving Company as in effect on the Effective Date shall remain in effect and be the Articles of Incorporation of the Surviving Company, which may be amended from time to time after the Effective Date as provided by law.

3. The Bylaws of the Surviving Company as in effect on the Effective Date shall remain in effect and be the Bylaws of the Surviving Company, which may be amended from time to time after the Effective Date as provided therein.

4. On the Effective Date, by virtue of the Merger and without any further act, each share of Morning Star capital stock outstanding shall be converted into 0.01 shares of common stock, par value \$0.01 per share, of the Surviving Company.

5. The Merger shall become effective on the day that the Certificate of Merger is filed with the Secretary of State of the State of Florida (the "Effective Date").

6. Jorge L. Freeland, Authorized Representative of the Surviving Company, is duly authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instructions, papers, and documents, that shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the Merger.

* * *

IN WITNESS WHEREOF, Morning Star and Texas Shipping have caused this Plan of Merger to be signed in their company names by their respective authorized representatives as of June 19, 2010.

MORNING STAR MARINE LTD., a
British Virgin Islands limited company

By: 

Name: JORGE L. FREELAND
Title: PRESIDENT

TEXAS SHIPPING INC., a Florida
corporation

By: 

Name: ALLISON FREELAND
Title: PRESIDENT